

United States Bankruptcy Court

Middle District of North Carolina

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): University Directories, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): DBA The AroundCampus Group	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 56-2001803	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC <div style="text-align: right;">ZIP Code 27514</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Orange	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY										
Estimated Number of Creditors <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input checked="" type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> OVER 100,000</td> </tr> </table>	<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000	
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Estimated Assets <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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Estimated Liabilities <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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Voluntary Petition*(This page must be completed and filed in every case)*

Name of Debtor(s):

University Directories, LLC**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location

Where Filed: **- None -**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor:

See Attachment

Case Number:

Date Filed:

District:

Relationship:

Judge:

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

X

Signature of Attorney for Debtor(s)

(Date)

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition*(This page must be completed and filed in every case)*

Name of Debtor(s):

University Directories, LLC**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Attorney*

X /s/ John A. Northen, NCSB
Signature of Attorney for Debtor(s)

John A. Northen, NCSB 6789
Printed Name of Attorney for Debtor(s)

Northen Blue, L.L.P.
Firm Name

1414 Raleigh Road, Suite 435
P.O. Box 2208
Chapel Hill, NC 27515-2208

Address

(919) 968-4441
Telephone Number

October 24, 2014
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ James A. Heavner
Signature of Authorized Individual

James A. Heavner
Printed Name of Authorized Individual

Manager
Title of Authorized Individual

October 24, 2014
Date

In re University Directories, LLC, Case No. _____
Debtor

FORM 1. VOLUNTARY PETITION
Pending Bankruptcy Cases Filed Attachment

<u>Name of Debtor / District</u>	<u>Case No. / Relationship</u>	<u>Date Filed / Judge</u>
Print Shop Management, LLC Middle District of North Carolina	Affiliate	10/24/14
Vilcom Interactive Media, LLC Middle District of North Carolina	Affiliate	10/24/14
Vilcom Properties, LLC Middle District of North Carolina	Affiliate	10/24/14
Vilcom Real Estate Development (VRD), LLC Middle District of North Carolina	Affiliate	10/24/14
Vilcom, LLC Middle District of North Carolina	Affiliate	10/24/14

United States Bankruptcy Court
Middle District of North Carolina

In re University Directories, LLC

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Action Printing Attn: Managing Agent N6637 Rolling Meadows Drive Fond du Lac, WI 54936	Action Printing Attn: Managing Agent N6637 Rolling Meadows Drive Fond du Lac, WI 54936	Goods Delivered		1,235,510.00
BCG Systems, Inc. Attn: Managing Agent 1735 Merriman Road Akron, OH 44313-9007	BCG Systems, Inc. Attn: Managing Agent 1735 Merriman Road Akron, OH 44313-9007	Contract Fee		34,634.00
Central Michigan University Attn: Managing Agent West Hall 201 Mt Pleasant, MI 48859	Central Michigan University Attn: Managing Agent West Hall 201 Mt Pleasant, MI 48859	Contract Fee		35,000.00
CMI, Credit Mediators, Inc. Attn: Managing Agent P O Box 456 Upper Darby, PA 19082-0456	CMI, Credit Mediators, Inc. Attn: Managing Agent P O Box 456 Upper Darby, PA 19082-0456	Services provided		47,380.00
Hess Print Solutions Attn: Managing Agent 3765 Sunnybrook Road Brimfield, OH 44240	Hess Print Solutions Attn: Managing Agent 3765 Sunnybrook Road Brimfield, OH 44240	Goods Delivered		72,890.00
North Carolina State University Attn: Managing Agent CB 7208 Raleigh, NC 27695	North Carolina State University Attn: Managing Agent CB 7208 Raleigh, NC 27695	Contract Fee		54,000.00
Oregon State University Attn: Managing Agent Memorial Union East # 118 Corvallis, OR 97331-1614	Oregon State University Attn: Managing Agent Memorial Union East # 118 Corvallis, OR 97331-1614	Contract Fee		28,000.00
Ripon Printers Attn: Managing Agent P.O. Box 6 Ripon, WI 54971-0006	Ripon Printers Attn: Managing Agent P.O. Box 6 Ripon, WI 54971-0006	Goods Delivered		1,009,979.00
The College Of William And Mary Attn: Managing Agent Jones Hall, Room 12 Williamsburg, VA 23185	The College Of William And Mary Attn: Managing Agent Jones Hall, Room 12 Williamsburg, VA 23185	Contract Fee		62,000.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
United Graphics, Inc. 2916 Marshall Avenue Attn: Managing Agent Mattoon, IL 61938	United Graphics, Inc. 2916 Marshall Avenue Attn: Managing Agent Mattoon, IL 61938	Goods Delivered		156,485.00
University Of Alabama-Tuscaloosa 117 Rose Administration Bldg Attn: Managing Agent Tuscaloosa, AL 35487	University Of Alabama-Tuscaloosa 117 Rose Administration Bldg Attn: Managing Agent Tuscaloosa, AL 35487	Contract Fee		72,763.00
University Of Central Florida 12461 Research Pkwy Attn: Managing Agent Orlando, FL 32816	University Of Central Florida 12461 Research Pkwy Attn: Managing Agent Orlando, FL 32816	Contract Fee		26,000.00
University Of Iowa Student Services 249 Iowa Memorial Union Attn: Belinda Marner Iowa City, IA 52245	University Of Iowa Student Services 249 Iowa Memorial Union Attn: Belinda Marner Iowa City, IA 52245	Contract Fee		32,000.00
University Of Northern Iowa 126 E Bartlett Attn: Managing Agent Cedar Falls, IA 50614-0392	University Of Northern Iowa 126 E Bartlett Attn: Managing Agent Cedar Falls, IA 50614-0392	Contract Fee		30,000.00
University Of Texas At Austin 100 W Dean Keeton, A5800 Attn: Managing Agent Austin, TX 78713	University Of Texas At Austin 100 W Dean Keeton, A5800 Attn: Managing Agent Austin, TX 78713	Contract Fee		56,000.00
University Of Virginia 1001 North Emmet Street Attn: Managing Agent Charlottesville, VA 22904	University Of Virginia 1001 North Emmet Street Attn: Managing Agent Charlottesville, VA 22904	Contract Fee		55,000.00
University Of Wisconsin - Milwaukee 3203 N Downer Avenue Attn: Managing Agent Milwaukee, WI 53211	University Of Wisconsin - Milwaukee 3203 N Downer Avenue Attn: Managing Agent Milwaukee, WI 53211	Contract Fee		45,000.00
University Of Wisconsin-Stevens Pt 900 Reserve Street Attn: Managing Agent Stevens Point, WI 54481	University Of Wisconsin-Stevens Pt 900 Reserve Street Attn: Managing Agent Stevens Point, WI 54481	Contract Fee		36,000.00
Wells Fargo Bank, N.A. Attn: Linda Weidner, CRT Group 100 E. Wisconsin Ave., Suite 1680 Milwaukee, WI 53202	Wells Fargo Bank, N.A. Attn: Linda Weidner, CRT Group 100 E. Wisconsin Ave., Suite 1680 Milwaukee, WI 53202	Loan		1,746,186.00

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Western Michigan University Attn: Managing Agent 300 E Wallwood Hall Kalamazoo, MI 49008	Western Michigan University Attn: Managing Agent 300 E Wallwood Hall Kalamazoo, MI 49008	Contract Fee		63,860.00

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date October 24, 2014

Signature /s/ James A. Heavner
James A. Heavner
Manager

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court
Middle District of North Carolina

In re **University Directories, LLC**,
 Debtor

Case No. _____

Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	4	3,552,235.84		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	2		2,206,032.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		3,948.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	29		6,295,290.00	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		42			
Total Assets			3,552,235.84		
Total Liabilities				8,505,270.00	

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
None		-	0.00	0.00

Sub-Total >

0.00

(Total of this page)

Total >

0.00

0 continuation sheets attached to the Schedule of Real Property

(Report also on Summary of Schedules)

In re University Directories, LLC

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property."

If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		BNC Deposit Account	-	1,985.84
		BNC Payroll Account	-	0.00
		Wells Fargo Operating Account	-	500.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > **2,485.84**
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.		100% Interest in Student Advertising Network, LLC	-	Unknown
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Accounts Receivable (Net of Allowance for Bad Debt)	-	2,359,750.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

Sub-Total > **2,359,750.00**
(Total of this page)

Sheet **1** of **3** continuation sheets attached
to the Schedule of Personal Property

Case 14-81184 Doc 1 Filed 10/24/14 Page 11 of 72

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Leasehold Improvements	-	30,000.00
		Mobile App	-	320,000.00
		Computer Hardware	-	75,000.00
		Computer Software	-	0.00
		Other Equipment	-	50,000.00
		Capital Leases	-	650,000.00
29. Machinery, fixtures, equipment, and supplies used in business.		Furniture and Fixtures	-	50,000.00
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			

Sub-Total > **1,175,000.00**
(Total of this page)

Sheet **2** of **3** continuation sheets attached
to the Schedule of Personal Property

Case 14-81184 Doc 1 Filed 10/24/14 Page 12 of 72

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		Prepaid Expenses	-	15,000.00

Sub-Total > **15,000.00**

(Total of this page)

Total > **3,552,235.84**

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			2013					
CIT Finance LLC Attn: Managing Agent 21146 Network Place Chicago, IL 60673-1211		-	UCC Security Interest Computer Software and Equipment per UCC filing					
			Value \$ Unknown				82,248.00	Unknown
Account No.			2012					
EverBank Commercial Finance Inc. Attn: Managing Agent PO Box 911608 Denver, CO 80291		-	UCC Computer Software and Equipment per UCC filing					
			Value \$ Unknown				46,487.00	Unknown
Account No.			2012					
Key Equipment Finance Inc. Attn: Managing Agent PO Box 74713 Cleveland, OH 44194		-	UCC Security Interest Computer Software and Equipment per UCC filing					
			Value \$ Unknown				39,886.00	Unknown
Account No.			2013					
LEAF Capital Funding, LLC Attn: Managing Agent One Commerce Square 14th Floor Philadelphia, PA 19103		-	UCC Security Interest Software per UCC filing					
			Value \$ Unknown				95,064.00	Unknown
Subtotal (Total of this page)							263,685.00	0.00

1 continuation sheets attached

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. 19653			3/2/2006					
UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713	X	-	UCC Security Interest Inventory, Equipment, Accounts and General Intangibles			X	182,783.00	Unknown
			Value \$ Unknown					
Account No. 24730			2/14/2008					
UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713	X	-	UCC Security Interest Inventory, Equipment, Accounts and General Intangibles			X	234,231.00	Unknown
			Value \$ Unknown					
Account No. 31250			7/30/2006 - 12/17/2013					
UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713	X	-	UCC Security Interest Inventory, Equipment, Accounts and General Intangibles			X	886,029.00	Unknown
			Value \$ Unknown					
Account No. 16691			7/30/2006 - 12/17/2013					
UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713	X	-	UCC Security Interest Inventory, Equipment, Accounts and General Intangibles			X	572,000.00	Unknown
			Value \$ Unknown					
Account No.			2013					
US Bank Equipment Finance Attn: Managing Agent P.O. Box 790448 St. Louis, MO 63179-0448	-		UCC Security Interest Computer Software and Equipment per UCC filing				67,304.00	Unknown
			Value \$ Unknown					
Subtotal							1,942,347.00	0.00
(Total of this page)								
Total							2,206,032.00	0.00
(Report on Summary of Schedules)								

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$6,150* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,775* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS (Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			For Notice Purposes Only					
Division of Employment Security formerly Employment Security Commission 700 Wade Avenue P.O. Box 26504 Raleigh, NC 27611	-						0.00	0.00
Account No.			For Notice Purposes Only					
Internal Revenue Service Centralized Insolvency Operations P O Box 7346 Philadelphia, PA 19101-7346	-						0.00	0.00
Account No.			For Notice Purposes Only					
NC Department of Revenue Attn: Bankruptcy Dept 501 N Wilmington Street P.O. Box 25000 Raleigh, NC 27640-5000	-						0.00	0.00
Account No.			Various					
Orange County Tax Collector PO Box 8181 Hillsborough, NC 27278	-						3,948.00	0.00
Account No.								
Subtotal							3,948.00	0.00
(Total of this page)							3,948.00	0.00
Total							3,948.00	0.00
(Report on Summary of Schedules)							3,948.00	0.00

Sheet **1** of **1** continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. Action Printing Attn: Managing Agent N6637 Rolling Meadows Drive Fond du Lac, WI 54936	-	Various Goods Delivered				1,235,510.00
Account No. ADP, Inc. Attn: Managing Agent P O Box 842875 Boston, MA 02284-2875	-	10/17/2014 payroll services				517.00
Account No. Alpha Kappa Psi - Binghamton Attn: Managing Agent 17 Edwards Street Binghamton, NY 13905	-	Various Contract Fee				950.00
Account No. Alpha Kappa Psi - Christopher Newport Attn: Managing Agent 1000 University Place Newport News, VA 23606	-	Various Contract Fee				500.00
Subtotal (Total of this page)						1,237,477.00

28 continuation sheets attached

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Alpha Kappa Psi - Indiana Attn: Managing Agent 3703 East Barrington Drive Bloomington, IN 47408		Various Contract Fee	-					1,000.00
Account No. Alpha Kappa Psi - Mu Chapter Attn: Managing Agent 2100 Neil Avenue Columbus, OH 43210		Various Contract Fee	-					1,000.00
Account No. Alpha Kappa Psi - Mu Omicron Attn: Managing Agent 30 N. 7th Street Terre Haute, IN 47809		Various Contract Fee	-					500.00
Account No. Alpha Kappa Psi - San Jose Attn: Brian Tang Attn: Managing Agent Fremont, CA 94536		Various Contract Fee	-					1,000.00
Account No. Alpha Phi Omega - Carnegie Mellon Attn: Managing Agent 500 Forbes Avenue Pittsburgh, PA 15289		Various Contract Fee	-					19,691.00
Sheet no. <u>1</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page) 23,191.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Arkansas State University Attn: Managing Agent PO Box 189 State University, AR 72467		Various Contract Fee	-					21,600.00
Account No. Associated Students California State Fresno Attn: Managing Agent 5280 N. Jackson Avenue Fresno, CA 93740		Various Contract Fee	-					1,600.00
Account No. Associated Students of the University of California Santa Barbara Attn: Managing Agent Union Center, Room 1519 Santa Barbara, CA 93106-6081		Various Contract Fee	-					10,000.00
Account No. Associated Students University of California Berkley Attn: Marissa Vessels 2723 Durant Avenue Berkeley, CA 94704		Various Contract Fee	-					500.00
Account No. ASU AMA Attn: Jennifer Henson 4111 Raley Hall, ASU 32090 Boone, NC 28608-2090		Various Contract Fee	-					900.00
Sheet no. <u>2</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims <div style="float: right;"> Subtotal (Total of this page) </div>								34,600.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various Contract Fee				
Auburn University Attn: Managing Agent 23 Samford Hall Auburn, AL 36849	-					25,500.00
Account No.		41913 Service Provided				
BB&T Fee Processing Group Attn: Managing Agent P.O. Box 1033 Charleston, WV 25324	-					1,250.00
Account No.		Various Contract Fee				
BCG Systems, Inc. Attn: Managing Agent 1735 Merriman Road Akron, OH 44313-9007	-					34,634.00
Account No.		Various Contract Fee				
Binghamton University Attn: Managing Agent 4400 Vestal Pkwy East, Box 6000 Binghamton, NY 13902	-					22,000.00
Account No.		Various Contract Fee				
Boston University Attn: Managing Agent 985 Commonwealth Avenue, 1st Floor Boston, MA 02215	-					2,000.00
Sheet no. <u>3</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						85,384.00

In re University Directories, LLC

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Brooks Pierce Attn: Managing Agent P.O. Box 1800 Raleigh, NC 27602		September 2014 Legal Services	-					6,184.00
Account No. Brown University Student Agencies Attn: Managing Agent 69 Brown Street Providence, RI 02912		Various Contract Fee	-					4,000.00
Account No. CAI Attn: Managing Agent 2900 Highwoods Blvd Raleigh, NC 27604		41913 Service Provided	-					1,538.00
Account No. Calibus Attn: Managing Agent 1225 W Washington Street Tempe, AZ 85281		41913 Service Provided	-					58.00
Account No. Career Center - UNCW Attn: Managing Agent 601 S. College Road Wilmington, NC 28403		Various Contract Fee	-					950.00
Sheet no. <u>4</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page) 12,730.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Central Michigan University Attn: Managing Agent West Hall 201 Mt Pleasant, MI 48859		Various Contract Fee	-					35,000.00
Account No. Central Washington University Attn: Managing Agent 400 E University Way, MS 7436 Ellensburg, WA 98926		Various Contract Fee	-					17,000.00
Account No. Clarion University Of Pennsylvania Attn: Managing Agent Central Services Bldg Clarion, PA 16214		Various Contract Fee	-					6,500.00
Account No. CMI, Credit Mediators, Inc. Attn: Managing Agent P O Box 456 Upper Darby, PA 19082-0456		10/6/14 Services provided	-					47,380.00
Account No. Coggin Career Management Center University of North Florida Attn: Managing Agent Jacksonville, FL 32224		Various Contract Fee	-					1,000.00
Sheet no. <u>5</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page) 106,880.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. College Of William & Mary Attn: Managing Agent Jones Hall, Room 12 Williamsburg, VA 23185		Various Contract Fee	-					500.00
Account No. Commonwealth Of Virginia, Treasurer Attn: DGS Fiscal Services Richmond, VA 23218-0562		41929 Service Provided	-					16.00
Account No. Creighton University Attn: Managing Agent 2500 California Place Omaha, NE 68178		Various Contract Fee	-					17,000.00
Account No. CSU - Chico AMA Attn: Managing Agent 542 Nord Avenue, Apt 11 Chico, CA 95926		Various Contract Fee	-					950.00
Account No. Data Management, Inc Attn: Managing Agent 4221 Lincoln Avenue Culver City, CA 90232		Various Service Provided	-					4,689.00
Sheet no. <u>6</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page) 23,155.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Delta Sigma Pi - Georgetown Attn: Managing Agent 907 25th Street NW Washington, DC 20037		Various Contract Fee	-					600.00
Account No. Delta Sigma Pi - Mu Tau Chapter Attn: Managing Agent 9207 Paloma Lane Springfield, VA 22153		Various Contract Fee	-					1,200.00
Account No. Delta Sigma Pi - Texas Christian Attn: Managing Agent 2901 Stadium Drive Fort Worth, TX 76109		Various Contract Fee	-					750.00
Account No. Delta Sigma Pi - Theta Upsilon Chapter Attn: Managing Agent 515 Loudon Road Loudonville, NY 12211-1459		Various Contract Fee	-					800.00
Account No. Delta Sigma Pi - Winona State Attn: Managing Agent 175 West Mark Street Winona, MN 55987		Various Contract Fee	-					950.00
Sheet no. <u>7</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page) 4,300.00

In re University Directories, LLC

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Delta Sigma Pi - Wisconsin Milwaukee Attn: Managing Agent W217 N5507 Taylors Woods Drive Menomonee Falls, WI 53051		Various Contract Fee	-					750.00
Account No. Delta Sigma Pi - Xi Chapter Attn: Managing Agent 603 Mary Court Ann Arbor, MI 48109		Various Contract Fee	-					750.00
Account No. Delta Sigma Pi Upsilon Attn: Managing Agent 515 E. Gregory Drive Champaign, IL 61790-5590		Various Contract Fee	-					1,000.00
Account No. Duquesne University SGA Attn: Managing Agent 600 Forbes Avenue Pittsburgh, PA 15282		Various Contract Fee	-					10,000.00
Account No. Eagles Men's Lacrosse Attn: Managing Agent 17298 Knight Drive San Carlos Park, FL 33967		Various Contract Fee	-					500.00
Sheet no. <u>8</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page) 13,000.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various				
ECU Dowdy Student Store Attn: Managing Agent 100 East Fifth Street Greenville, NC 27858	-	Contract Fee				5,500.00
Account No.		Various				
Elizabethtown College Attn: Managing Agent One Alpha Drive Elizabethtown, PA 17022	-	Contract Fee				1,000.00
Account No.		Various				
Embry Riddle Aeronautical University Attn: Managing Agent 600 S Clyde Morris Blvd Daytona Beach, FL 32114	-	Contract Fee				1,000.00
Account No.		Various				
ETSU Ad Club Attn: Managing Agent PO Box 70669 Johnson City, TN 37614	-	Contract Fee				650.00
Account No.		Various				
F&M Business Club Attn: Managing Agent 415 Harrisburg Avenue Lancaster, PA 17604-3003	-	Contract Fee				1,000.00
Sheet no. <u>9</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						9,150.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Ferris State University Attn: Managing Agent 420 Oak Street Big Rapids, MI 49307	-	Various Contract Fee				19,920.00
Account No. Francis Marion University Attn: Managing Agent 4822 E Palmetto Street Florence, SC 29501	-	Various Contract Fee				6,000.00
Account No. Franklin & Marshall College Attn: Meghan Kauffman 415 Harrisburg Avenue Lancaster, PA 17604	-	Various Contract Fee				700.00
Account No. Fresno Student Day-By-Day Attn: Managing Agent 5280 N. Jackson Avenue, SU 32 Fresno, CA 93740	-	Various Contract Fee				800.00
Account No. Georgia Southern University Attn: Managing Agent PO Box 8094 Statesboro, GA 30460	-	Various Contract Fee				4,500.00
Sheet no. <u>10</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) 31,920.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		41912				
Grant Thornton, LLP Attn: Managing Agent P.O. Box 532019 Atlanta, GA 30353-2019	-	Contract Fee				11,420.00
Account No.		Various				
Hardin-Simmons University Attn: Managing Agent 2200 Hickory St #16150 Abilene, TX 79698	-	Contract Fee				12,000.00
Account No.		Various				
Hess Print Solutions Attn: Managing Agent 3765 Sunnybrook Road Brimfield, OH 44240	-	Goods Delivered				72,890.00
Account No.		Various				
Hoo Crew Attn: Zack Bartee 218 15th Street, NW, Apt 303 Charlottesville, VA 22903	-	Contract Fee				1,500.00
Account No.		Various				
Illinois State University Attn: Managing Agent 3500 TNSS NORMAL, IL 61790-3500	-	Contract Fee				20,000.00
Sheet no. <u>11</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						117,810.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		41913				
Intercall Attn: Managing Agent P.O. Box 281866 Atlanta, GA 30384-1866	-	Service Provided				27.00
Account No.		Various				
ISU AMA Attn: Managing Agent PO Box 5590 Illinois State University, IL 61790-5590	-	Contract Fee				1,400.00
Account No.		3/2/09				
James A. Heavner Irrevocable Trust Agreement Attn: James A. Heavner 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC 27514	-	loan				117,942.00
Account No.		2/12/09				
James Heavner Irrevocable Trust Agreement Attn: Manager 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC 27514	-	loan				638,173.00
Account No.		Various				
Jessica McChesney 247 West Utica Street Oswego, NY 13126	-	Contract Fee				1,500.00
Sheet no. 12 of 28 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						759,042.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Kennedy Office Supply Attn: Managing Agent P.O. Box 58630 Raleigh, NC 27658		Various Contract Fee	-					503.00
Account No. Lehigh University Attn: Managing Agent 125 Goodman Drive Bethlehem, PA 18015		Various Contract Fee	-					18,000.00
Account No. Marquette University Student Government Attn: Managing Agent PO Box 1881 AMU 133 Milwaukee, WI 53201		Various Contract Fee	-					950.00
Account No. Marshall University Foundation Attn: Managing Agent One John Marshall Drive Huntington, WV 25755		Various Contract Fee	-					12,000.00
Account No. McNeese State University Attn: Managing Agent PO Box 93006 Lake Charles, LA 70609		Various Contract Fee	-					5,225.00
Sheet no. <u>13</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims <div style="float: right;"> Subtotal (Total of this page) </div>								36,678.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various				
Mercer University Attn: Managing Agent 1400 Coleman Avenue Macon, GA 31207	-	Contract Fee				1,500.00
Account No.		Various				
Michigan State University Attn: Managing Agent 150 Administrative Bldg East Lansing, MI 48824-1113	-	Contract Fee				20,000.00
Account No.		Various				
Millikin University Attn: Managing Agent 1184 W Main Street Decatur, IL 62522	-	Contract Fee				2,500.00
Account No.		Various				
Minnesota State Student Association Attn: Managing Agent Student Union 280 Mankato, MN 56001	-	Contract Fee				600.00
Account No.		Various				
Mississippi State University Attn: Managing Agent 10 McArthur Hall Mississippi State, MS 39762	-	Contract Fee				15,500.00
Sheet no. <u>14</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						40,100.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various				
Mississippi State University Planner Attn: Managing Agent PO Box 5368 Mississippi State University, MS 39762	-	Contract Fee				500.00
Account No.		Various				
ND Ultimate Attn: Managing Agent 17891 Ponader Drive South Bend, IN 46635	-	Contract Fee				400.00
Account No.		41927				
New Media Campaigns Attn: Managing Agent 118-A East Main Street Carrboro, NC 27510	-	Service Provided				49.00
Account No.		Various				
North Carolina State University Attn: Managing Agent CB 7208 Raleigh, NC 27695	-	Contract Fee				54,000.00
Account No.		Various				
Northern Michigan University Attn: Managing Agent 1401 Presque Isle Marquette, MI 49855	-	Contract Fee				18,000.00
Sheet no. <u>15</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						72,949.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various Contract Fee				
Oregon State University Attn: Managing Agent Memorial Union East # 118 Corvallis, OR 97331-1614	-					28,000.00
Account No.		Various Contract Fee				
OSU Department of Wellness Attn: Managing Agent 101 Colvin Recreation Center Stillwater, OK 74078	-					1,000.00
Account No.		Various Service Provided				
PageCentre, Inc Attn: Managing Agent P.O. Box 28600 Tempe, AZ 85285	-					277.00
Account No.		Various Contract Fee				
Penn State Marketing Association Attn: Managing Agent 478 E. Calder Way State College, PA 16801	-					1,500.00
Account No.		Various Contract Fee				
Pennsylvania State University Planner Attn: Danielle Liotta 478 E. Calder Way, Apt 409 State College, PA 16801	-					1,250.00
Sheet no. <u>16</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						32,027.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various Contract Fee				
Pi Sigma Epsilon - Tennessee at Martin Attn: Robert T Martin Martin, TN 38237	-					750.00
Account No.		Various Contract Fee				
Pi Sigma Epsilon - Virginia Tech Attn: Managing Agent 2016 Pamplin Blacksburg, VA 24061	-					1,000.00
Account No.		Various Contract Fee				
Pi Sigma Epsilon - Zeta Alpha Attn: Managing Agent 110 Dryden Road Ithaca, NY 14850	-					1,000.00
Account No.		Various Goods Delivered				
Ripon Printers Attn: Managing Agent P.O. Box 6 Ripon, WI 54971-0006	-					1,009,979.00
Account No.		Various Contract Fee				
Rutgers University Sports Clubs Attn: Managing Agent 656 Bartholomew Road Picataway, NJ 08854	-					1,900.00
Sheet no. <u>17</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						1,014,629.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various				
San Jose Student Day-By-Day Attn: Managing Agent One Washington Square San Jose, CA 95192	-	Contract Fee				800.00
Account No.		Various				
Shippensburg AMA Attn: Managing Agent 1871 Old Main Drive, Grove 124 Shippensburg, PA 17257-2299	-	Contract Fee				750.00
Account No.		Various				
SLU Women's Soccer Club Attn: Managing Agent 20 N. Grand Blvd St Louis, MO 63103	-	Contract Fee				950.00
Account No.		Various				
SMPS - UCF Attn: Managing Agent PO Box 161400 Orlando, FL 32816-1400	-	Contract Fee				1,000.00
Account No.		Various				
Southern Illinois University Attn: Managing Agent 1275 Pointe Drive, Lentz 107 Carbondale, IL 62901	-	Contract Fee				9,500.00
Sheet no. <u>18</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						13,000.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various				
SRU Greek Week Attn: Managing Agent 234 Smith Student Center Slippery Rock, PA 16057	-	Contract Fee				800.00
Account No.		Various				
Texas Tech Marketing Association Attn: Managing Agent 2100 Neil Avenue Lubbock, TX 79409	-	Contract Fee				2,500.00
Account No.		Various				
The Citadel Attn: Managing Agent 171 Moultrie Street Charleston, SC 29409	-	Contract Fee				10,000.00
Account No.		Various				
The College Of William And Mary Attn: Managing Agent Jones Hall, Room 12 Williamsburg, VA 23185	-	Contract Fee				62,000.00
Account No.		41789				
Triangle United Way Attn: Managing Agent 2400 Perimeter Park Drive Morrisville, NC 27560	-	Service Provided				324.00
Sheet no. <u>19</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						75,624.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various Contract Fee				
Tulane University Attn: Managing Agent 200 Broadway, Suite 219 New Orleans, LA 70118	-					21,468.00
Account No.		Various Contract Fee				
UAB AMA Attn: Managing Agent 1720 2ND AVE SOUTH, BEC 219B BIRMINGHAM, AL 35294-4450	-					1,000.00
Account No.		Various Contract Fee				
UK SGA Attn: Managing Agent 120 Student Center Lexington, KY 40506-0030	-					7,500.00
Account No.		Various Lease Payment				
UMW Bookstore Attn: Managing Agent 1301 College Avenue Fredericksburg, VA 22401	-					3,600.00
Account No.		Various Contract Fee				
UNC Charlotte Attn: Managing Agent 9201 City Blvd, Atkins # 142C Charlotte, NC 28223	-					12,500.00
Sheet no. 20 of 28 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						46,068.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various Goods Delivered				
United Graphics, Inc. 2916 Marshall Avenue Attn: Managing Agent Mattoon, IL 61938	-					156,485.00
Account No.		Various Contract Fee				
Univ Of North Carolina-Chapel Hill 211 Manning Drive Attn: Managing Agent Chapel Hill, NC 27516	-					24,200.00
Account No.		Various Contract Fee				
Univ of Wisconsin - Stevens Point 900 Reserve Street, Room 104 Attn: Managing Agent Stevens Point, WI 54481	-					23,000.00
Account No.		Various Contract Fee				
University Of Alabama-Tuscaloosa 117 Rose Administration Bldg Attn: Managing Agent Tuscaloosa, AL 35487	-					72,763.00
Account No.		Various Contract Fee				
University Of California-San Diego 9500 Gilman Drive Attn: Managing Agent La Jolla, CA 92093-0320	-					1,000.00
Sheet no. <u>21</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						277,448.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various Contract Fee				
University Of Central Florida 12461 Research Pkwy Attn: Managing Agent Orlando, FL 32816	-					26,000.00
Account No.		Various Contract Fee				
University of Denver Alumni Relations 2190 Ashbury Avenue Attn: Managing Agent Denver, CO 80208	-					800.00
Account No.		Various Contract Fee				
University Of Iowa Student Services 249 Iowa Memorial Union Attn: Belinda Marner Iowa City, IA 52245	-					32,000.00
Account No.		Various Contract Fee				
University Of Louisiana-Lafayette 1501 Alice Drive Attn: Managing Agent Lafayette, LA 70503	-					5,500.00
Account No.		Various Contract Fee				
University Of Memphis 303 ADMIN BLDG Attn: Managing Agent Memphis, TN 38152	-					13,500.00
Sheet no. 22 of 28 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						77,800.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various Contract Fee				
University Of Michigan 420 Maynard Street Attn: Managing Agent Ann Arbor, MI 48103-4943	-					13,000.00
Account No.		Various Contract Fee				
University of Mississippi Associated Student Body Attn: Managing Agent Union 422 University, MS 38677	-					1,000.00
Account No.		Various Contract Fee				
University Of Mississippi Planner Union 422 Attn: Managing Agent University, MS 38677	-					1,000.00
Account No.		Various Contract Fee				
University of Nebraska-Lincoln American Marketing Association Attn: Managing Agent 310 CBA Lincoln, NE 68588-0492	-					1,000.00
Account No.		Various Contract Fee				
University Of North Dakota 264 Centennial Drive Attn: Managing Agent Grand Forks, ND 58202-9014	-					14,530.00
Sheet no. 23 of 28 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						30,530.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. University Of Northern Iowa 126 E Bartlett Attn: Managing Agent Cedar Falls, IA 50614-0392		Various Contract Fee	-					30,000.00
Account No. University Of Texas At Austin 100 W Dean Keeton, A5800 Attn: Managing Agent Austin, TX 78713		Various Contract Fee	-					56,000.00
Account No. University of Toledo Student Government 2801 W Bancroft Street Attn: Managing Agent Toledo, OH 43606		Various Contract Fee	-					700.00
Account No. University Of Vermont Planner 97 N. Union, Apt 2 Attn: Margaret Petrarca Burlington, VT 05401		Various Contract Fee	-					750.00
Account No. University Of Virginia 1001 North Emmet Street Attn: Managing Agent Charlottesville, VA 22904		Various Contract Fee	-					55,000.00
Sheet no. 24 of 28 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims <div style="float: right;"> Subtotal (Total of this page) </div>								142,450.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various				
University Of Wisconsin - Milwaukee 3203 N Downer Avenue Attn: Managing Agent Milwaukee, WI 53211	-	Contract Fee				45,000.00
Account No.		Various				
University Of Wisconsin-La Crosse 1725 State Street Attn: Managing Agent La Crosse, WI 54601	-	Contract Fee				21,000.00
Account No.		Various				
University Of Wisconsin-River Falls 410 S 3rd Street Attn: Managing Agent River Falls, WI 54022-5013	-	Contract Fee				7,000.00
Account No.		Various				
University Of Wisconsin-Stevens Pt 900 Reserve Street Attn: Managing Agent Stevens Point, WI 54481	-	Contract Fee				36,000.00
Account No.		Various				
University of Wyoming AMA 1013 S. 9th Street Attn: Managing Agent Laramie, WY 82070	-	Contract Fee				1,400.00
Sheet no. <u>25</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						110,400.00

In re **University Directories, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		Various Contract Fee				
UNO Student Government 6001 Dodge Street Attn: Managing Agent Omaha, NE 68182	-					1,400.00
Account No.		Various Contract Fee				
UNT Ad Club 218 N. Texas Blvd, Apt# 202 Attn: Managing Agent Denton, TX 76201	-					1,000.00
Account No.		Various Service Provided				
UPS P.O. Box 7247-0244 Attn: Managing Agent Philadelphia, PA 19170-0001	-					157.00
Account No.		Various Contract Fee				
USM Foundation 118 College Drive Attn: Managing Agent Hattiesburg, MS 39406	-					950.00
Account No.		Various Contract Fee				
UWEC AMA 105 Garfield Avenue Attn: Managing Agent Eau Claire, WI 54701	-					800.00
Sheet no. <u>26</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						4,307.00

In re University Directories, LLC

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Villanova University Attn: Managing Agent 800 Lancaster Avenue, 217 Dougherty Hall Villanova, PA 19085		Various Contract Fee	-					10,000.00
Account No. Wells Fargo Bank, N.A. Attn: Linda Weidner, CRT Group 100 E. Wisconsin Ave., Suite 1680 Milwaukee, WI 53202	X	2008 Loan	-					1,746,186.00
Account No. Western Kentucky University Attn: Managing Agent 1906 College Heights Blvd Bowling Green, KY 42101-1012		Various Contract Fee	-					23,000.00
Account No. Western Michigan University Attn: Managing Agent 300 E Wallwood Hall Kalamazoo, MI 49008		Various Contract Fee	-					63,860.00
Account No. WFU Student Union Attn: Managing Agent PO Box 7658 Winston Salem, NC 27109		Various Contract Fee	-					750.00
Sheet no. <u>27</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims <div style="float: right;"> Subtotal (Total of this page) </div>								1,843,796.00

In re University Directories, LLC

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
Windstream Communications Inc Attn: Managing Agent PO Box 9001013 Louisville, KY 40290-1013	-	Various Utility				3,493.00
Account No.						
Womble Carlyle Sandbridge & Rice, LLP Attn: Managing Agent P.O. Box 601879 Charlotte, NC 28260-1879	-	41913 Service Provided				352.00
Account No.						
Wright State University Attn: Managing Agent 3640 Colonel Glenn Hwy Dayton, OH 45435	-	Various Contract Fee				15,000.00
Account No.						
Account No.						
Sheet no. <u>28</u> of <u>28</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)
						18,845.00
						Total (Report on Summary of Schedules)
						6,295,290.00

In re University Directories, LLC

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
James A. Heavner 740 Gimghoul Road Chapel Hill, NC 27514	UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713
James A. Heavner 740 Gimghoul Road Chapel Hill, NC 27514	Wells Fargo Bank, N.A. Attn: Linda Weidner, CRT Group 100 E. Wisconsin Ave., Suite 1680 Milwaukee, WI 53202
Print Shop Management, LLC Attn: Managing Agent 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC 27514	UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713
Vilcom Interactive Media, LLC Attn: Managing Agent 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC 27514	UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713
Vilcom Properties, LLC Attn: Managing Agent 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC 27514	UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713
Vilcom Real Estate Development (VRD) LLC Attn: Managing Agent 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC 27514	UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713
Vilcom Real Estate Development (VRD) LLC Attn: Managing Agent 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC 27514	Wells Fargo Bank, N.A. Attn: Linda Weidner, CRT Group 100 E. Wisconsin Ave., Suite 1680 Milwaukee, WI 53202
Vilcom, LLC Attn: Managing Agent 88 Vilcom Center Drive, Suite 160 Chapel Hill, NC 27514	UDX, LLC Attn: Managing Agent 2222 Sedwick Road Durham, NC 27713

**United States Bankruptcy Court
Middle District of North Carolina**

In re University Directories, LLC
Debtor(s)

Case No. _____
Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 44 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date October 24, 2014

Signature /s/ James A. Heavner
James A. Heavner
Manager

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
Middle District of North Carolina**

In re University Directories, LLC

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:
- | | | |
|---|----|-----------------|
| For legal services, I have agreed to accept | \$ | <u>8,334.00</u> |
| Prior to the filing of this statement I have received | \$ | <u>8,334.00</u> |
| Balance Due | \$ | <u>0.00</u> |
2. The source of the compensation paid to me was:
- ☐ Debtor ☒ Other (specify): Vilcom, LLC
3. The source of compensation to be paid to me is:
- ☒ Debtor ☐ Other (specify):
4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
- ☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.
5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
 - c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
 - d. [Other provisions as needed]
6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:
Fees as pursuant to Local Rule 2016-1, a copy of which has been provided to the debtor.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: October 24, 2014

/s/ John A. Northen, NCSB

John A. Northen, NCSB 6789
Northen Blue, L.L.P.
1414 Raleigh Road, Suite 435
P.O. Box 2208
Chapel Hill, NC 27515-2208
(919) 968-4441

**United States Bankruptcy Court
Middle District of North Carolina**

In re University Directories, LLC,
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
James A Heavner 740 Gimghoul Road Chapel Hill, NC 27514		93%	Membership Interest
Robert E. Woodruff 21 Oakwood Drive Chapel Hill, NC 27517		7%	Membership Interest

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date October 24, 2014

Signature /s/ James A. Heavner
James A. Heavner
Manager

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.

**United States Bankruptcy Court
Middle District of North Carolina**

In re University Directories, LLC

Debtor(s)

Case No.

Chapter 11

VERIFICATION OF CREDITOR MATRIX

I, the Manager of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: October 24, 2014

/s/ James A. Heavner

James A. Heavner/Manager

Signer/Title

Credit Bureau
PO Box 26140
Greensboro, NC 27402

Internal Revenue Service
Centralized Insolvency Operations
P O Box 7346
Philadelphia, PA 19101-7346

N.C. Dept. of Revenue
P.O. Box 1168
Raleigh, NC 27603-1168

Action Printing
Attn: Managing Agent
N6637 Rolling Meadows Drive
Fond du Lac, WI 54936

ADP, Inc.
Attn: Managing Agent
P O Box 842875
Boston, MA 02284-2875

Akismet
Attn: Managing Agent

Alpha Kappa Psi - Binghamton
Attn: Managing Agent
17 Edwards Street
Binghamton, NY 13905

Alpha Kappa Psi - Christopher Newport
Attn: Managing Agent
1000 University Place
Newport News, VA 23606

Alpha Kappa Psi - Indiana
Attn: Managing Agent
3703 East Barrington Drive
Bloomington, IN 47408

Alpha Kappa Psi - Mu Chapter
Attn: Managing Agent
2100 Neil Avenue
Columbus, OH 43210

Alpha Kappa Psi - Mu Omicron
Attn: Managing Agent
30 N. 7th Street
Terre Haute, IN 47809

Alpha Kappa Psi - San Jose
Attn: Brian Tang
Attn: Managing Agent
Fremont, CA 94536

Alpha Phi Omega - Carnegie Mellon
Attn: Managing Agent
500 Forbes Avenue
Pittsburgh, PA 15289

Amazon Hosting
Attn: Managing Agent

Arkansas State University
Attn: Managing Agent
PO Box 189
State University, AR 72467

Associated Students California State
Fresno
Attn: Managing Agent
5280 N. Jackson Avenue
Fresno, CA 93740

Associated Students of the University
of California Santa Barbara
Attn: Managing Agent
Union Center, Room 1519
Santa Barbara, CA 93106-6081

Associated Students University of
California Berkley
Attn: Marissa Vessels
2723 Durant Avenue
Berkeley, CA 94704

ASU AMA
Attn: Jennifer Henson
4111 Raley Hall, ASU 32090
Boone, NC 28608-2090

Atcom
Attn: Managing Agent
P.O. Box 13476
Durham, NC 27709-3476

Auburn University
Attn: Managing Agent
23 Samford Hall
Auburn, AL 36849

BB&T Fee Processing Group
Attn: Managing Agent
P.O. Box 1033
Charleston, WV 25324

BCG Systems, Inc.
Attn: Managing Agent
1735 Merriman Road
Akron, OH 44313-9007

Binghamton University
Attn: Managing Agent
4400 Vestal Pkwy East, Box 6000
Binghamton, NY 13902

Boston University
Attn: Managing Agent
985 Commonwealth Avenue, 1st Floor
Boston, MA 02215

Brooks Pierce
Attn: Managing Agent
P.O. Box 1800
Raleigh, NC 27602

Brown University Student Agencies
Attn: Managing Agent
69 Brown Street
Providence, RI 02912

CAI
Attn: Managing Agent
2900 Highwoods Blvd
Raleigh, NC 27604

Calibrus
Attn: Managing Agent
1225 W Washington Street
Tempe, AZ 85281

Career Center - UNCW
Attn: Managing Agent
601 S. College Road
Wilmington, NC 28403

Carolina's IT
Attn: Managing Agent
1600 Hillsborough Street
Raleigh, NC 27605

CEI
Attn: Managing Agent
PO Box 90635
Raleigh, NC 27675

Central Michigan University
Attn: Managing Agent
West Hall 201
Mt Pleasant, MI 48859

Central Washington University
Attn: Managing Agent
400 E University Way, MS 7436
Ellensburg, WA 98926

Charles H. Crawford, Jr.
248 Candia Lane
Cary, NC 27519

CIT Finance LLC
Attn: Managing Agent
21146 Network Place
Chicago, IL 60673-1211

Clarion University Of Pennsylvania
Attn: Managing Agent
Central Services Bldg
Clarion, PA 16214

CMI, Credit Mediators, Inc.
Attn: Managing Agent
P O Box 456
Upper Darby, PA 19082-0456

Coggin Career Management Center
University of North Florida
Attn: Managing Agent
Jacksonville, FL 32224

College Of William & Mary
Attn: Managing Agent
Jones Hall, Room 12
Williamsburg, VA 23185

Commonwealth Of Virginia, Treasurer
Attn: DGS Fiscal Services
Richmond, VA 23218-0562

Creighton University
Attn: Managing Agent
2500 California Place
Omaha, NE 68178

CSU - Chico AMA
Attn: Managing Agent
542 Nord Avenue, Apt 11
Chico, CA 95926

Data Management, Inc
Attn: Managing Agent
4221 Lincoln Avenue
Culver City, CA 90232

De Lage Landen Financial Services
Attn: Managign Agent
1111 Old Eagle School Rd.
Wayne, PA 19087

Delta Sigma Pi - Georgetown
Attn: Managing Agent
907 25th Street NW
Washington, DC 20037

Delta Sigma Pi - Mu Tau Chapter
Attn: Managing Agent
9207 Paloma Lane
Springfield, VA 22153

Delta Sigma Pi - Texas Christian
Attn: Managing Agent
2901 Stadium Drive
Fort Worth, TX 76109

Delta Sigma Pi - Theta Upsilon Chapter
Attn: Managing Agent
515 Loudon Road
Loudonville, NY 12211-1459

Delta Sigma Pi - Winona State
Attn: Managing Agent
175 West Mark Street
Winona, MN 55987

Delta Sigma Pi - Wisconsin Milwaukee
Attn: Managing Agent
W217 N5507 Taylors Woods Drive
Menomonee Falls, WI 53051

Delta Sigma Pi - Xi Chapter
Attn: Managing Agent
603 Mary Court
Ann Arbor, MI 48109

Delta Sigma Pi Upsilon
Attn: Managing Agent
515 E. Gregory Drive
Champaign, IL 61790-5590

Division of Employment Security
formerly Employment Security Commission
700 Wade Avenue
P.O. Box 26504
Raleigh, NC 27611

Duquesne University SGA
Attn: Managing Agent
600 Forbes Avenue
Pittsburgh, PA 15282

Eagles Men's Lacrosse
Attn: Managing Agent
17298 Knight Drive
San Carlos Park, FL 33967

ECU Dowdy Student Store
Attn: Managing Agent
100 East Fifth Street
Greenville, NC 27858

Elizabethtown College
Attn: Managing Agent
One Alpha Drive
Elizabethtown, PA 17022

Embry Riddle Aeronautical University
Attn: Managing Agent
600 S Clyde Morris Blvd
Daytona Beach, FL 32114

ETSU Ad Club
Attn: Managing Agent
PO Box 70669
Johnson City, TN 37614

EverBank Commercial Finance Inc.
Attn: Managing Agent
PO Box 911608
Denver, CO 80291

F&M Business Club
Attn: Managing Agent
415 Harrisburg Avenue
Lancaster, PA 17604-3003

Ferris State University
Attn: Managing Agent
420 Oak Street
Big Rapids, MI 49307

Formstack
Attn: Managing Agent
8604 Allisonville Rd.
Suite 300
Indianapolis, IN 46250

Francis Marion University
Attn: Managing Agent
4822 E Palmetto Street
Florence, SC 29501

Franklin & Marshall College
Attn: Meghan Kauffman
415 Harrisburg Avenue
Lancaster, PA 17604

Fresno Student Day-By-Day
Attn: Managing Agent
5280 N. Jackson Avenue, SU 32
Fresno, CA 93740

Georgia Southern University
Attn: Managing Agent
PO Box 8094
Statesboro, GA 30460

Grant Thornton, LLP
Attn: Managing Agent
P.O. Box 532019
Atlanta, GA 30353-2019

Hardin-Simmons University
Attn: Managing Agent
2200 Hickory St #16150
Abilene, TX 79698

Hess Print Solutions
Attn: Managing Agent
3765 Sunnybrook Road
Brimfield, OH 44240

Hoo Crew
Attn: Zack Bartee
218 15th Street, NW, Apt 303
Charlottesville, VA 22903

Hootsuite
Attn: Managing Agent
5 East 8th Avenue
Vancouver BC 5VT 1R6

Illinois State University
Attn: Managing Agent
3500 TNSS
NORMAL, IL 61790-3500

Intercall
Attn: Managing Agent
P.O. Box 281866
Atlanta, GA 30384-1866

ISU AMA
Attn: Managing Agent
PO Box 5590
Illinois State University, IL 61790-5590

James A. Heavner
740 Gimghoul Road
Chapel Hill, NC 27514

James A. Heavner Irrevocable Trust
Agreement
Attn: James A. Heavner
88 Vilcom Center Drive, Suite 160
Chapel Hill, NC 27514

James Heavner Irrevocable
Trust Agreement
Attn: Manager
88 Vilcom Center Drive, Suite 160
Chapel Hill, NC 27514

Jessica McChesney
247 West Utica Street
Oswego, NY 13126

Kennedy Office Supply
Attn: Managing Agent
P.O. Box 58630
Raleigh, NC 27658

Key Equipment Finance Inc.
Attn: Managing Agent
PO Box 74713
Cleveland, OH 44194

LEAF Capital Funding, LLC
Attn: Managing Agent
One Commerce Square
14th Floor
Philadelphia, PA 19103

Lehigh University
Attn: Managing Agent
125 Goodman Drive
Bethlehem, PA 18015

Marquette University Student Government
Attn: Managing Agent
PO Box 1881 AMU 133
Milwaukee, WI 53201

Marshall University Foundation
Attn: Managing Agent
One John Marshall Drive
Huntington, WV 25755

McNeese State University
Attn: Managing Agent
PO Box 93006
Lake Charles, LA 70609

Mercer University
Attn: Managing Agent
1400 Coleman Avenue
Macon, GA 31207

Michigan State University
Attn: Managing Agent
150 Administrative Bldg
East Lansing, MI 48824-1113

Miles 33 International
Attn: Managing Agent
40 Richards Ave.
Norwalk, CT 06854

Millikin University
Attn: Managing Agent
1184 W Main Street
Decatur, IL 62522

Minnesota State Student Association
Attn: Managing Agent
Student Union 280
Mankato, MN 56001

Mississippi State University
Attn: Managing Agent
10 McArthur Hall
Mississippi State, MS 39762

Mississippi State University Planner
Attn: Managing Agent
PO Box 5368
Mississippi State University, MS 39762

NC Department of Revenue
Attn: Bankruptcy Dept
501 N Wilmington Street
P.O. Box 25000
Raleigh, NC 27640-5000

ND Ultimate
Attn: Managing Agent
17891 Ponader Drive
South Bend, IN 46635

NetSuite
Attn: Managing Agent
15612 Collections Center Drive
Chicago, IL 60693

New Media Campaigns
Attn: Managing Agent
118-A East Main Street
Carrboro, NC 27510

North Carolina State University
Attn: Managing Agent
CB 7208
Raleigh, NC 27695

Northern Michigan University
Attn: Managing Agent
1401 Presque Isle
Marquette, MI 49855

Orange County Tax Collector
PO Box 8181
Hillsborough, NC 27278

Oregon State University
Attn: Managing Agent
Memorial Union East # 118
Corvallis, OR 97331-1614

OSU Department of Wellness
Attn: Managing Agent
101 Colvin Recreation Center
Stillwater, OK 74078

PageCentre, Inc
Attn: Managing Agent
P.O. Box 28600
Tempe, AZ 85285

Penn State Marketing Association
Attn: Managing Agent
478 E. Calder Way
State College, PA 16801

Pennsylvania State University Planner
Attn: Danielle Liotta
478 E. Calder Way, Apt 409
State College, PA 16801

Pi Sigma Epsilon - Tennessee at Martin
Attn: Robert T Martin
Martin, TN 38237

Pi Sigma Epsilon - Virginia Tech
Attn: Managing Agent
2016 Pamplin
Blacksburg, VA 24061

Pi Sigma Epsilon - Zeta Alpha
Attn: Managing Agent
110 Dryden Road
Ithaca, NY 14850

Print Shop Management, LLC
Attn: Managing Agent
88 Vilcom Center Drive, Suite 160
Chapel Hill, NC 27514

Ripon Printers
Attn: Managing Agent
P.O. Box 6
Ripon, WI 54971-0006

Rutgers University Sports Clubs
Attn: Managing Agent
656 Bartholomew Road
Picataway, NJ 08854

San Jose Student Day-By-Day
Attn: Managing Agent
One Washington Square
San Jose, CA 95192

Sherweb
Attn: Managing Agent
2915 Ogletown Road, #1073
Newark, DE

Shippensburg AMA
Attn: Managing Agent
1871 Old Main Drive, Grove 124
Shippensburg, PA 17257-2299

SLU Women's Soccer Club
Attn: Managing Agent
20 N. Grand Blvd
St Louis, MO 63103

SMPS - UCF
Attn: Managing Agent
PO Box 161400
Orlando, FL 32816-1400

Southern Illinois University
Attn: Managing Agent
1275 Pointe Drive, Lentz 107
Carbondale, IL 62901

SRU Greek Week
Attn: Managing Agent
234 Smith Student Center
Slippery Rock, PA 16057

Texas Tech Marketing Association
Attn: Managing Agent
2100 Neil Avenue
Lubbock, TX 79409

The Citadel
Attn: Managing Agent
171 Moultrie Street
Charleston, SC 29409

The College Of William And Mary
Attn: Managing Agent
Jones Hall, Room 12
Williamsburg, VA 23185

Tranquil
Attn: Managing Agent
P.O. Box 10713
Raleigh, NC 27605

Triangle United Way
Attn: Managing Agent
2400 Perimeter Park Drive
Morrisville, NC 27560

Tulane University
Attn: Managing Agent
200 Broadway, Suite 219
New Orleans, LA 70118

UAB AMA
Attn: Managing Agent
1720 2ND AVE SOUTH, BEC 219B
BIRMINGHAM, AL 35294-4450

UDX, LLC
Attn: Managing Agent
2222 Sedwick Road
Durham, NC 27713

UK SGA
Attn: Managing Agent
120 Student Center
Lexington, KY 40506-0030

UMW Bookstore
Attn: Managing Agent
1301 College Avenue
Fredericksburg, VA 22401

UNC Charlotte
Attn: Managing Agent
9201 City Blvd, Atkins # 142C
Charlotte, NC 28223

United Graphics, Inc.
2916 Marshall Avenue
Attn: Managing Agent
Mattoon, IL 61938

Univ Of North Carolina-Chapel Hill
211 Manning Drive
Attn: Managing Agent
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900 Reserve Street, Room 104
Attn: Managing Agent
Stevens Point, WI 54481

University Of Alabama-Tuscaloosa
117 Rose Administration Bldg
Attn: Managing Agent
Tuscaloosa, AL 35487

University Of California-San Diego
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Attn: Managing Agent
La Jolla, CA 92093-0320

University Of Central Florida
12461 Research Pkwy
Attn: Managing Agent
Orlando, FL 32816

University of Denver Alumni Relations
2190 Ashbury Avenue
Attn: Managing Agent
Denver, CO 80208

University Of Iowa Student Services
249 Iowa Memorial Union
Attn: Belinda Marner
Iowa City, IA 52245

University Of Louisiana-Lafayette
1501 Alice Drive
Attn: Managing Agent
Lafayette, LA 70503

University Of Memphis
303 ADMIN BLDG
Attn: Managing Agent
Memphis, TN 38152

University Of Michigan
420 Maynard Street
Attn: Managing Agent
Ann Arbor, MI 48103-4943

University of Mississippi Associated
Student Body
Attn: Managing Agent
Union 422
University, MS 38677

University Of Mississippi Planner
Union 422
Attn: Managing Agent
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University of Nebraska-Lincoln American
Marketing Association
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University Of North Dakota
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Attn: Managing Agent
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University Of Wisconsin-River Falls
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Attn: Managing Agent
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UNO Student Government
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Omaha, NE 68182

UNT Ad Club
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Denton, TX 76201

UPS
P.O. Box 7247-0244
Attn: Managing Agent
Philadelphia, PA 19170-0001

US Bank Equipment Finance
Attn: Managing Agent
P.O. Box 790448
St. Louis, MO 63179-0448

USM Foundation
118 College Drive
Attn: Managing Agent
Hattiesburg, MS 39406

UWEC AMA
105 Garfield Avenue
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Vilcom Interactive Media, LLC
Attn; Managing Agent
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VilCom McClamroch Property LLC
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Vilcom Properties, LLC
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Vilcom Real Estate Development (VRD) LLC
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Vilcom, LLC
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WFU Student Union
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Windstream Communications Inc
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Wright State University
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3640 Colonel Glenn Hwy
Dayton, OH 45435

James A Heavner
740 Gimghoul Road
Chapel Hill, NC 27514

Robert E. Woodruff
21 Oakwood Drive
Chapel Hill, NC 27517

**United States Bankruptcy Court
Middle District of North Carolina**

In re University Directories, LLC
Debtor(s)

Case No. _____
Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for University Directories, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [*Check if applicable*]

October 24, 2014
Date

/s/ John A. Northen, NCSB
John A. Northen, NCSB 6789
Signature of Attorney or Litigant
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